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Official Public Records

Mary Louise Garcia

Mary Louise Garcia

Tarrant County Texas

2/18/2011 2:43 PM

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PGS 4 \$28.00

Submitter: ACS

CHESAPEAKE ENERGY CORP.
ATTN: RECORDING TEAM
P.O. BOX 18496
OKLAHOMA CITY, OK 73154

Submitter: CHESAPEAKE OPERATING, INC

TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY

WARNING – THIS IS PART OF THE OFFICIAL RECORD

ELECTRONICALLY RECORDED
BY ERXCHANGE

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL AND GAS LEASE
(To Correct Land Description)

STATE OF TEXAS)

COUNTY OF TARRANT)

KNOW ALL PERSONS BY THESE PRESENTS:

WHEREAS, Chesapeake Exploration, L.L.C., whose mailing address is P.O. Box 18496, Oklahoma City, OK 73154-0496 and Total E&P USA, Inc., whose address is 1201 Louisiana Street, Suite 1800, Houston, TX 77002 (collectively "Lessee"), are the present owners of that certain Oil and Gas Lease dated October 7, 2008 (the "Lease"), from **Sealed Air Corporation (US) a Delaware Corporation**, ("Lessor"), whose address is 100 Rogers Bridge Rd., Duncan, SC 29334-9731, of which a Memorandum of Oil and Gas Lease is recorded in Instrument Number D209035476, Deed Records, Tarrant County, Texas, (the "Memo").

WHEREAS, Total E&P USA, Inc. acquired an undivided 25% of Chesapeake Exploration, L. L. C.'s working interest in the aforementioned Lease.

WHEREAS, Lessor and Lessee agree that the Lease as described above is valid, in force, and in full effect.

WHEREAS, at the time the Lease was entered into, the description of the lands contained in the Lease were believed by Lessor and Lessee to cover and was intended by them to cover, certain lands owned by Lessor.

WHEREAS, since the execution and delivery of the Lease and the recording of the Memo, it has been discovered that the description of lands contained in the Lease and Memo does not adequately describe the lands Lessor and Lessee intended to be covered by the Lease and Memo. Lessor and Lessee desire to amend and correct the description of the lands contained in the Lease and Memo to accurately identify the lands to be covered by and subject to the terms of the Lease and Memo.

NOW THEREFORE, for adequate consideration, and the further consideration of the obligations and agreements contained in the Lease, Lessor acknowledges and agrees that the Lease shall cover, and the Lease is amended, so that it now covers the following lands in the county and state named above:

13.332 acres, more or less, out of the Tapeley Holland Survey, Abstract No. 750, and the William C. May Survey, Abstract No. 1028, Tarrant County, Texas, being Block A, Lot 1, Sealed Air Addition, an Addition to the City of Grand Prairie, Tarrant County,

Texas, according to Plat dated August 25, 2000, recorded in Cabinet A, Slide 6326, Plat Records, Tarrant County, Texas, SAVE AND EXCEPT 0.003 acres described by metes and bounds in that certain Quit Claim dated October 18, 2000, from Sealed Air Corporation, to Charles F. Salusky, recorded in Volume 14649, Page 640, Deed Records, Tarrant County, Texas.

Lessor ratifies, adopts, and confirms the Lease and Memo and extends the Lease and Memo to cover the lands described in this Amendment as if the description of lands set out above had been originally included in the Lease and Memo. Lessor grants, leases, and lets to Lessee, its successors and assigns, the lands described in this Amendment for the purposes of and on the terms conditions, and provisions contained in the Lease and Memo.

This Amendment shall be binding upon and inure to the benefit of the parties hereto, their respective heirs, legal representatives, successors and assigns.

This Amendment is signed by Lessor and Lessee as of the date of the acknowledgment below, but is effective for all purposes as of the date first stated above.

LESSOR:

SEALED AIR CORPORATION (US)

By:

David H. Kelsey
Vice President and Chief Financial Officer

LESSEE:

CHESAPEAKE EXPLORATION, L.L.C.
An Oklahoma limited liability company

By:

Henry J. Hood, Senior Vice President – Land and Legal & General Counsel

LESSEE:

TOTAL E&P USA, INC., a Delaware corporation

By:

Eric Bonnin, Vice President- Business Development & Strategy

CORPORATE ACKNOWLEDGMENTS

STATE OF NEW JERSEY)
)
COUNTY OF BERGEN) §

This instrument was acknowledged before me on the 11 day November 2010, by **DAVID H. KELSEY, VICE PRESIDENT and CHIEF FINANCIAL OFFICER of, SEALED AIR CORPORATION (US), A DELAWARE CORPORATION**, on behalf of said corporation.

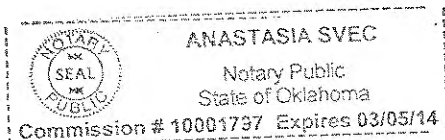
Joanne Di Giovanni
Notary Public, State of New Jersey

JOANNE Di GIOVANNI
Notary's name (printed)

November 23, 2011
Notary's commission expires

STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA) §

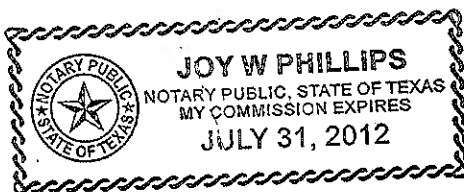
This instrument was acknowledged before me on this 31st day of January 2010, by Henry J. Hood, as Senior Vice President - Land and Legal & General Counsel of **CHESAPEAKE EXPLORATION, L.L.C.** on behalf of said limited liability company.



Notary Public, State of OKLAHOMA
Printed Name: Anastasia Svec
My Commission Expires: 3/5/2014

STATE OF TEXAS)
)
COUNTY OF HARRIS) §

~~2010~~ The foregoing instrument was acknowledged before me this 14th day of February 2010, by Eric Bonnin as Vice President – Business Development & Strategy of **TOTAL E&P USA, INC.**, a Delaware corporation, as the act and deed and on behalf of such corporation.



Joy W Phillips
Notary Public in and for the State of Texas